FORM D

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D



NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR

| 101 | 6 | 61 | 8 |
|-----|---|----|---|
|-----|---|----|---|

OMB APPROVAL
OMB Number: 3235-0076
Expires: May 31, 2005
Estimated average burden
hours per response.....16.00

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| Γ | Prefix | | Serial |
| | | | |
| ſ | DATE RE | CEIVED | |
| | 1 | - 1 | \wedge |

| UNIFORM LIMITED OFFERING EXEM | PHON |
|---|--|
| Name of Offering (check if this is an amendment and name has changed, and indicate change.) Series B-1 and B-2 Preferred Stock | |
| Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) | ☐ ULOE |
| Type of Filing: New Filing Amendment Includes 2nd and 3rd closing. | COCT 1 4 2004 |
| A. BASIC IDENTIFICATION DATA | 01.1 4 2004 |
| 1. Enter the information requested about the issuer | |
| Name of Issuer (check if this is an amendment and name has changed, and indicate change.) | ``\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\ |
| Gold Standard Multimedia Inc. | |
| Address of Executive Offices (Number and Street, City, State, Zip Code) | Telephone Number (Including Area Čode) |
| 320 W. Kennedy Blvd., Ste. 400, Tampa, FL 33606 Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices) Same as above | 813/258-4747 Telephone Number (Including Area Code) |
| Brief Description of Business | PROCESSED |
| | PROCESSED OCT 19 2004 2 |
| Type of Business Organization | OCT 1 9 21W7 & |
| | olease specify): THOMSON FINANCIAL |
| Actual or Estimated Date of Incorporation or Organization: Month Year | nated |
| GENERAL INSTRUCTIONS | |
| Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D of 77d(6). | or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. |
| When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given be which it is due, on the date it was mailed by United States registered or certified mail to that address. | |
| Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20 | 549. |
| Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manual photocopies of the manually signed copy or bear typed or printed signatures. | ly signed. Any copies not manually signed must be |
| Information Required: A new filing must contain all information requested. Amendments need only reporthereto, the information requested in Part C, and any material changes from the information previously support be filed with the SEC. | ort the name of the issuer and offering, any changes lied in Parts A and B. Part E and the Appendix need |
| Filing Fee: There is no federal filing fee. | |
| State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for subject to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for accompany this form. This notice shall be filed in the appropriate states in accordance with state law, this notice and must be completed. | Securities Administrator in each state where sales r the exemption, a fee in the proper amount shall |
| ATTENTION - | |
| Failure to file notice in the appropriate states will not result in a loss of the federal e appropriate federal notice will not result in a loss of an available state exemption unle filing of a federal notice. | xemption. Conversely, failure to file the ess such exemption is predictated on the |

| | | A. BASIC ID | ENTIFICATION DATA | | |
|---|----------------------|--|------------------------------|--------------------|---|
| 2. Enter the information re | quested for the fo | llowing: | | | |
| • Each promoter of t | he issuer, if the is | suer has been organized w | ithin the past five years; | | |
| Each beneficial ow | ner having the pow | ver to vote or dispose, or di | rect the vote or disposition | of, 10% or more of | f a class of equity securities of the issuer. |
| Each executive off | icer and director o | of corporate issuers and of | corporate general and mar | naging partners of | partnership issuers; and |
| Each general and n | nanaging partner o | of partnership issuers. | | | |
| Check Box(es) that Apply: | Promoter | ■ Beneficial Owner | Executive Officer | Director | General and/or Managing Partner |
| Full Name (Last name first, i Housatonic Micro Fun | d SBIC, L.P. | | | | |
| Business or Residence Addre 44 Montgovery Street | | | | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owner | Executive Officer | Director | General and/or Managing Partner |
| Full Name (Last name first, i Ken and Linda McGui | • | the McGurn Investm | nent Trust | | |
| Business or Residence Addre | | Street, City, State, Zip Co | | | |
| 101 SE 2nd Place, Suit | • | | , | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owner | Executive Officer | Director | General and/or Managing Partner |
| Full Name (Last name first, i Lowy, Sherman | f individual) | | | | |
| Business or Residence Addre 4800 Wildwoode Drive | | Street, City, State, Zip Co., FL 33445 | ode) | | |
| Check Box(es) that Apply: | Promoter | ✓ Beneficial Owner | Executive Officer | Director | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | |
| Lowy, James | | | | | |
| Business or Residence Addre P.O. Box 10614, Tampa | | Street, City, State, Zip Co | ode) | | |
| Check Box(es) that Apply: | Promoter | ✓ Beneficial Owner | Executive Officer | Director | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | · · · · · · · · · · · · · · · · · · · |
| Robert C. Edmonds, as | Trustee of the | Jonathan Seymour I | Living Trust | | |
| Business or Residence Addre 420 5th Avenue, 25th F | • | | ode) | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owner | Executive Officer | | General and/or Managing Partner |
| Full Name (Last name first, i Angel, Jack | f individual) | | | | |
| Business or Residence Addre 8 Windsor Lane, Cos C | • | Street, City, State, Zip Co | ode) | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owner | Executive Officer | | General and/or Managing Partner |
| Full Name (Last name first, i Halperin, Jerome | f individual) | | | | |
| Business or Residence Addre | ss (Number and | Street, City, State, Zip Co | ode) | | |
| 15401 Tierra Driv e, Si | lver Springs, N | MD 20906 | | | |
| | | | additional copies of this s | heet, as necessary |) |

| | 30 BH (1878) | A. BASIC I | DENTIFICATION | I DATA | |
|--|-----------------------|---|-----------------------|-------------------------------|--|
| 2. Enter the information re | | | | | |
| • Each promoter of t | he issuer, if the iss | suer has been organized | within the past fiv | e years; | |
| Each beneficial ow | ner having the pow | er to vote or dispose, or | direct the vote or di | sposition of, 10% or more c | of a class of equity securities of the issuer. |
| Each executive off | icer and director o | f corporate issuers and | of corporate genera | l and managing partners of | f partnership issuers; and |
| Each general and n | nanaging partner o | f partnership issuers. | | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owne | r 📝 Executive | Officer Director | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | |
| Thomas, Russell S. | , | | | | |
| Business or Residence Addre 320 West Kennedy Blv | • | Street, City, State, Zip rampa, FL 33606 | Code) | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owne | r 🔽 Executive | Officer Director | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | |
| Messer, Marianne | | | | | |
| Business or Residence Addre 320 West Kennedy Blv | | Street, City, State, Zip Campa, FL 33606 | Code) | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owne | r 📝 Executive | Officer Director | General and/or Managing Partner |
| Full Name (Last name first, i Medvedeff, David | f individual) | | | | |
| Business or Residence Addre | ss (Number and | Street, City, State, Zip | Code) | | |
| 320 West Kennedy Blv | d., Suite 400, T | ampa, FL 33606 | | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owne | r 🔽 Executive | Officer Director | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | |
| Smith, Leah | | | | | |
| Business or Residence Addre 320 West Kennedy Blvo | | Street, City, State, Zip ampa, FL 33606 | Code) | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owne | r 🔽 Executive | Officer Director | General and/or Managing Partner |
| Full Name (Last name first, i Li, Wuhong | f individual) | | | | |
| Business or Residence Addre 320 West Kennedy Blve | • | Street, City, State, Zip ampa, FL 33606 | Code) | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owne | r 🔽 Executive | Officer Director | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | |
| Business or Residence Addre 320 West Kennedy Blv | | Street, City, State, Zip Campa, FL 33606 | Code) | | |
| Check Box(es) that Apply: | Promoter | Beneficial Owne | Executive | Officer Director | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | |
| Hochadel, Mary Anne | | | | | |
| Business or Residence Addre 320 West Kennedy Blv | • | Street, City, State, Zip Campa, FL 33606 | Code) | | |
| | (Use bla | nk sheet, or copy and u | se additional copie | s of this sheet, as necessary | y) |

| | | | | ENTI | FICATION DATA | 19 | | | |
|---|--------------------|---------|---------------------------------------|---------|-----------------------|--------------|--------------|----------|---------------------------------------|
| 2. Enter the information re | • | | _ | | | | | | |
| • | - | | as been organized w | | | | | | |
| Each beneficial ow | ner having the pow | ver to | vote or dispose, or di | rect th | e vote or disposition | of, 10 | % or more o | f a clas | s of equity securities of the issuer. |
| | | • | | corpo | rate general and man | aging | partners of | partne | ership issuers; and |
| Each general and r | nanaging partner o | of part | nership issuers. | | | | | | |
| Check Box(es) that Apply: | Promoter | | Beneficial Owner | | Executive Officer | V | Director | | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | | | | | |
| Business or Residence Addre | ss (Number and | Stree | t. City. State. Zin Co | ode) | | | | | |
| 44 Montgomery Stree | | | | - | | | | | |
| Check Box(es) that Apply: | Promoter | | Beneficial Owner | | Executive Officer | V | Director | | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | | | | | |
| McGurn, Kenneth R. | | | | | | | | | |
| Business or Residence Addre | ss (Number and | Stree | t, City, State, Zip Co | ode) | | | | - | |
| 101 SE 2nd Place, Suit | e 202, Gainesv | ille, l | FL 32601 | | | | | | |
| Check Box(es) that Apply: | Promoter | | Beneficial Owner | Ø | Executive Officer | | Director | | General and/or Managing Partner |
| Full Name (Last name first, i Donia, Thomas | f individual) | | | | | | | | |
| Business or Residence Addre | ss (Number and | Stree | t, City, State, Zip Co | ode) | | | | | |
| 320 West Kennedy Blv | d., Suite 400, T | amp | a, FL 33606 | | | | | | |
| Check Box(es) that Apply: | Promoter | | Beneficial Owner | V | Executive Officer | | Director | | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | | | | | |
| Vieson, Kathleen | | | | | | | | | |
| Business or Residence Addre 320 West Kennedy Blvd | | | t, City, State, Zip Co a, FL 33606 | ode) | | | | | |
| Check Box(es) that Apply: | Promoter | | Beneficial Owner | | Executive Officer | | Director | | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | | , | | | |
| Business or Residence Addre | ss (Number and | Stree | t, City, State, Zip Co | ode) | | | | | |
| Check Box(es) that Apply: | Promoter | | Beneficial Owner | | Executive Officer | | Director | | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | , | | | | | | |
| Business or Residence Addre | ss (Number and | Stree | t, City, State, Zip Co | ode) | | - | | | |
| Check Box(es) that Apply: | Promoter | | Beneficial Owner | | Executive Officer | | Director | | General and/or Managing Partner |
| Full Name (Last name first, i | f individual) | | | | | | | | |
| Business or Residence Addre | ss (Number and | Stree | t, City, State, Zip Co | ode) | | | | | |
| | (Use bla | nk sh | eet, or copy and use | addit | onal copies of this s | heet, | as necessary | ·) | |

| | | 234,254,6 | | | В. П | NFORMAT | ION ABOU | T OFFERI | NG | 1 Egyptesign | | | |
|-----|---|--|---|--|---|---|--|--|---|---|---------------------------------------|----------------------|---|
| 1. | . Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? | | | | | | | | | Yes | No | | |
| 1. | Answer also in Appendix, Column 2, if filing under ULOE. | | | | | | | | | | | | otin oti |
| 2. | | | | | | | | | | | | s N/A | |
| | | | | | | | | | | | | Yes | No |
| 3. | | | permit joint | | | | | | | | | y | |
| 4. | commis If a pers or state: | sion or sim son to be lis s, list the na | tion request ilar remune sted is an ass ame of the b , you may so | ration for s sociated pe roker or de | solicitation rson or age ealer. If mo | of purchase ent of a brok ore than five | ers in conne cer or deale e (5) persor | ection with r registered ns to be list | sales of sec I with the S ed are asso | curities in the EC and/or | he offering. with a state | | |
| | - | Last name | first, if indi | ividual) | | | | | | | | | |
| N/ | | Residence | Address (N | lumber and | Street C | ity State 7 | in Code) | | | | | | |
| Du. | 3111C33 01 | Residence | 71dd1033 (14 | umoer and | once, c | ny, State, 2 | inp code; | | | | | | |
| Nar | me of As | sociated B | roker or De | aler | | · · · · · · · · · · · · · · · · · · · | | | | | · · · · · · · · · · · · · · · · · · · | | |
| Sta | tes in Wh | nich Persor | Listed Has | Solicited | or Intends | to Solicit | Purchasers | | | | | | *** |
| | (Check | "All State | s" or check | individual | States) | | | | | | | ☐ Al | l States |
| | AL | AK | ĀZ | AR | CA | CO | CT | DE | DC | FL | GA | н | ID |
| | IL MT | IN NE SC | IA NV SD | KS NH TN | KY NJ TX | LA NM UT | ME NY VT | MD NC VA | MA ND WA | MI OH WV | MN OK WI | MS OR WY | MO PA PR |
| Ful | l Name (| Last name | first, if indi | ividual) | | | | | | | | | |
| Bus | siness or | Residence | Address (N | Number an | d Street, C | City, State, 2 | Zip Code) | | | | | | |
| | | | | | | | | | | | | | |
| Nar | ne of As: | sociated B | roker or Dea | aler | | | | | | | | | |
| Sta | | | Listed Has | | | | | | | | | | |
| | (Check | "All State: | s" or check | individual | States) | | | | | | | ☐ Al | l States |
| | AL IL MT RI | AK IN NE SC | IA NV SD | AR KS NH TN | CA KY NJ TX | CO LA NM UT | ME NY VT | MD NC VA | DC MA ND WA | FL MI OH WV | GA MN OK WI | MS OR WY | MO PA PR |
| Ful | l Name (| Last name | first, if indi | ividual) | | | | | | | | | |
| Bus | siness or | Residence | Address (N | Number an | d Street, C | City, State, | Zip Code) | | | | | | |
| Nai | me of As | sociated B | roker or De | aler | | | | | | | | | |
| Sta | tes in Wi | nich Persor | Listed Has | Solicited | or Intends | to Solicit | Purchasers | | | | | | |
| | (Check | "All State | s" or check | individual | States) | | | | | *************************************** | | ☐ AJ | 1 States |
| | AL IL MT RI | AK IN NE SC | IA NV SD | AR KS NH TN | CA KY NJ TX | CO LA NM UT | CT ME NY VT | DE MD NC VA | DC MA ND WA | FL MI OH WV | GA MN OK WI | HI MS OR WY | MO PA PR |

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

| 1. | Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box \square and indicate in the columns below the amounts of the securities offered for exchange and already exchanged. | | |
|----|---|-----------------------------|--|
| | Type of Security | Aggregate Offering Price | Amount Already Sold |
| | Debt | \$ | \$ |
| | Equity | \$ 3,479,995.72 | \$ 3,479,995.72 |
| | ☐ Common ☑ Preferred | | |
| | Convertible Securities (including warrants) Series B1 and B2 | § 73.63 | \$_73.63 |
| | Partnership Interests | \$ <u>0</u> | \$ <u>0</u> |
| | Other (Specify) | \$ 0 | \$ 0 |
| | Total | \$3,480,069.35 | \$_3,480,069.35 |
| | Answer also in Appendix, Column 3, if filing under ULOE. | | |
| 2. | Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." | | Aggregate Dollar Amount of Purchases |
| | Accredited Investors | 10 | \$_3,480,069.35 |
| | Non-accredited Investors | 0 | \$_0 |
| | Total (for filings under Rule 504 only) | | \$ |
| | Answer also in Appendix, Column 4, if filing under ULOE. | | |
| 3. | If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1. | | |
| | Type of Offering | Type of Security | Dollar Amount Sold |
| | Rule 505 | | \$ |
| | Regulation A | | \$ |
| | Rule 504 | | \$ |
| | Total | | \$ |
| 4 | a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. | | |
| | Transfer Agent's Fees | | \$ <u> </u> |
| | Printing and Engraving Costs | | \$_0 |
| | Legal Fees | | § 110,000.00 |
| | Accounting Fees | | \$6,346.00 |
| | Engineering Fees | | \$ <u>0</u> |
| | Sales Commissions (specify finders' fees separately) | | \$_0 |
| | Other Expenses (identify) | | \$ <u>0</u> |
| | Total | | § 116,346.00 |

| c. Offering | PRICE, NUMBER OF INVESTORS, EXPENSES AN | D USE OF PROCEEDS | The second |
|---|---|--|------------------------|
| and total expenses furnished in respon | se to Part C — Question 4.a. This difference is the "ad | ljusted gross | § 3,363,723.35 |
| each of the purposes shown. If the check the box to the left of the estima | amount for any purpose is not known, furnish an e te. The total of the payments listed must equal the ad | stimate and | |
| | | Payments to Officers, Directors, & Affiliates | Payments to Others |
| Salaries and fees | | \$_0 | _ [\$ 0 |
| Purchase of real estate | | \$ <u>0</u> | _ [\$ 0 |
| | | 5 0 | □\$0 |
| Construction or leasing of plant buil | Andard Multimedia Inc. Signer (Print or Type) Title of Signer (Print or Type) | | s <u>o</u> |
| offering that may be used in exchange | ge for the assets or securities of another | | |
| | | _ | |
| | | | |
| | | | _ |
| | | | □ \$ |
| | | | |
| Total Payments Listed (column total | is added) | \$ <u>3</u> | 363,723.35 |
| | D. FEDERAL SIGNATURE | | |
| The issuer has duly caused this notice to be ignature constitutes an undertaking by the | e signed by the undersigned duly authorized person. In the issuer to furnish to the U.S. Securities and Exchange. | If this notice is filed under Ringe Commission, upon writt | ale 505, the following |
| ssuer (Print or Type) | Signature | Date | |
| Gold Standard Multimedia Inc. | 12 | - 10/11/d | 4 |
| Name of Signer (Print or Type) | Title of Signer (Print or Type) | 1./ | |
| Russell S. Thomas | Chief Executive Officer | | |
| · · · · · · · · · · · · · · · · · · · | | | |

- ATTENTION -----

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

| n pa hak | | E. STATE SIGNATURE |
|----------|---|---|
| 1. | | 0.262 presently subject to any of the disqualification Yes No |
| | | See Appendix, Column 5, for state response. |
| 2. | The undersigned issuer hereby undert D (17 CFR 239.500) at such times as | akes to furnish to any state administrator of any state in which this notice is filed a notice on Forms required by state law. |
| 3. | The undersigned issuer hereby under issuer to offerees. | rtakes to furnish to the state administrators, upon written request, information furnished by the |
| 4. | limited Offering Exemption (ULOE) | at the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform of the state in which this notice is filed and understands that the issuer claiming the availability establishing that these conditions have been satisfied. |
| | uer has read this notification and knows thorized person. | the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned |
| Issuer (| Print or Type) | Signature Date |
| Gold | Standard Multimedia Inc. | 10/11/04 |
| Name (| Print or Type) | Title (Print or Type) |
| Russe | ell S. Thomas | Chief Executive Officer |

Russell S. Thomas

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

| 1 | | 2 | 3 | | | 5 | | | |
|-------|--|----|--|--------------------------------|--|--|--------|-----|----|
| | Intend to sell and aggregate offering price investors in State (Part B-Item 1) Type of security and aggregate offering price offered in state (Part C-Item 1) | | | | 4 Type of investor and amount purchased in State (Part C-Item 2) | | | | |
| State | Yes | No | | Number of Accredited Investors | Amount | Number of Non-Accredited Investors | Amount | Yes | No |
| AL | | | | | | | | | |
| AK | | | | | | | | | |
| AZ | | | | | | | | | |
| AR | | | | | | | | _ | |
| CA | | X | Series B-1 and B-2 Preferred Stock and Warrants \$2,878,884.45 | 1 | \$2,878,884.45 | 0 | 0 | | X |
| со | | | | | | | | | |
| СТ | | | | | | | | | |
| DE | | | | | | | | | |
| DC | | | | | | | | | |
| FL | | X | Series B-1 and B-2 Preferred Stock and Warrants \$601,184.90 | 9 | \$601,184.90 | 0 | \$0 | | X |
| GA | | | | | | | | | |
| ні | | | | | | | | | |
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| ME | | | | | | | | | |
| MD | | | | | | | | | |
| MA | | | | | | | | | |
| MI | | | | | | | | | |
| MN | | | | | | | | | |
| MS | | | | | | | | | |

APPENDIX

| l | 2 | | 3 | 4 5 Disqualification | | | | | | | |
|-------|-------------------|--|--|--------------------------------------|--|--|--------|-----|----|--|--|
| | to non-a investor | to sell ccredited s in State -Item 1) | Type of security and aggregate offering price offered in state (Part C-Item 1) | | Type of investor and amount purchased in State (Part C-Item 2) | | | | | | |
| State | Yes | No | | Number of Accredited Investors | Amount | Number of Non-Accredited Investors | Amount | Yes | No | | |
| МО | | | | | | | | | | | |
| MT | | | | | | | | | | | |
| NE | | | | | | | | | | | |
| NV | | | | | | | | | | | |
| NH | | | | | | | | | | | |
| NJ | | | | | | | | | | | |
| NM | | | | | | | | | | | |
| NY | | | | | | | | | | | |
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| RI | | | | | | | | | | | |
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| SD | | | | | | | | | | | |
| TN | | | | | | | | | | | |
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| UT | | | | | | | | | | | |
| VT | | | | | | | | | | | |
| VA | | | | | | | | _ | | | |
| WA | | | | | | | | | | | |
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| WI | | | | | | | | | | | |

| | | ADDENT | |
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| 1,921 10,389,05 4901,15 | | | |
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| 1 | | 2 | 3 | 4 | | | 5 | | |
|-------|---|----|---|---|--------|--|--------|-----|----|
| | Type of security and aggregate to non-accredited investors in State (Part B-Item 1) Type of security and aggregate Offering price Type of investor and amount purchased in State (Part C-Item 2) | | | Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1) | | | | | |
| State | Yes | No | | Number of Accredited Investors | Amount | Number of Non-Accredited Investors | Amount | Yes | No |
| WY | | | | | | | | | |
| PR | | | | | | | | | |